

EXHIBIT D

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

GEORGIA FIREFIGHTERS' PENSION FUND, Individually and on Behalf of All Others Similarly Situated,

Plaintiff,

v.

ANADARKO PETROLEUM CORPORATION, R.A. WALKER, ROBERT G. GWIN, and ROBERT P. DANIELS,

Defendants.

Case No. 4:20-cv-00576

District Judge Nancy F. Atlas

CLASS ACTION

**JOINT DECLARATION OF PAUL D'ABBRACCIO AND ALBERT FRATTALI
IN SUPPORT OF THE MOTION OF EXCAVATORS UNION LOCAL 731
PENSION AND WELFARE FUNDS AND IRON WORKERS DISTRICT
COUNCIL (PHILADELPHIA AND VICINITY) RETIREMENT AND PENSION
PLAN FOR APPOINTMENT AS LEAD PLAINTIFF
AND APPROVAL OF SELECTION OF COUNSEL**

We, Paul D'Abbraccio and Albert Frattali, pursuant to 28 U.S.C. § 1746, declare as follows:

1. We respectfully submit this Joint Declaration in support of Excavators Union Local 731 Pension and Welfare Funds (“Local 731”) and Iron Workers District Council (Philadelphia and Vicinity) Retirement and Pension Plan (“Iron Workers”)’s motion for appointment as Lead Plaintiff in the above-captioned securities class action litigation against Anadarko Petroleum Corporation (the “Company” or “Anadarko”) and certain of the Company’s former executive officers. We are informed of and understand the

requirements and duties of the Lead Plaintiff imposed by the Private Securities Litigation Reform Act of 1995 (the “PSLRA”), including the selection and retention of counsel and overseeing the prosecution of the Anadarko litigation. We each have personal knowledge regarding the facts set forth in this Joint Declaration relating to the institution with which we are associated.

2. I, Paul D’Abbraccio, am the Administrator of Local 731, and am authorized to make this declaration on its behalf. Based in Queens, New York, Local 731 is a jointly trusteeed Taft-Hartley benefit fund that provides pension and other benefits for laborers employed in the construction industry and other fields throughout the state. Local 731 manages approximately \$1.7 billion in assets for the benefit of thousands of active and retired participants. As set forth in the motion for appointment as Lead Plaintiff and supporting papers, Local 731 incurred substantial losses on its investments in Anadarko securities. Local 731 is a sophisticated institutional investor that understands, appreciates, and accepts the duties and responsibilities with which a lead plaintiff is charged under the PSLRA.

3. I, Albert Frattali, am a Co-Plan Administrator of Iron Workers, and am authorized to make this Joint Declaration on its behalf. Based in Philadelphia, Pennsylvania, Iron Workers is a Taft-Hartley benefit fund that provides pension and other benefits for certain construction workers, shipbuilders, and metal fabrication employees in Philadelphia and the surrounding vicinity. Iron Workers is responsible for the retirement income of these employees and their beneficiaries. Iron Workers manages approximately \$400 million in assets for the benefit of thousands of active and retired participants. As set

forth in the motion for appointment as Lead Plaintiff and supporting papers, Iron Workers incurred substantial losses on its investments in Anadarko securities. Iron Workers is a sophisticated institutional investor that understands, appreciates, and accepts the duties and responsibilities with which a lead plaintiff is charged under the PSLRA.

4. Local 731 and Iron Workers are strongly motivated to recover the significant losses that we and the class suffered as a result of defendants' violations of the federal securities laws. Local 731 and Iron Workers's principal goal in seeking to serve as Lead Plaintiff in this case is to achieve the best possible recovery for the class from all culpable parties. We believe that the prosecution of this fraud should be entrusted to institutional investors that have a significant financial interest in the claims against defendants and are committed to ensuring the litigation is litigated as zealously and efficiently as possible, in accordance with their duties under the PSLRA.

5. Accordingly, Local 731 and Iron Workers reaffirm our commitment to satisfying the fiduciary obligations that we will assume if appointed Lead Plaintiff, including by conferring with each other and with our counsel regarding litigation strategy and other matters, attending court proceedings, depositions, any settlement mediations, and hearings as needed, and reviewing and authorizing the filing of important litigation documents. Through these and other measures, Local 731 and Iron Workers will ensure that the Anadarko securities litigation will be vigorously prosecuted consistent with the Lead Plaintiff's obligations under the PSLRA and in the best interests of the class, and will seek to obtain the greatest possible recovery for the class.

6. Local 731 and Iron Workers each determined that they could maximize the class's recovery by pooling their respective resources and experience and jointly seeking appointment as Lead Plaintiff. After reviewing the allegations pleaded in the operative complaint, which was developed and filed by Kessler Topaz Meltzer & Check, LLP ("Kessler Topaz"), and consulting with their respective counsel, Local 731 and Iron Workers each independently determined to seek joint appointment as Lead Plaintiff, and subsequently approved the filing of a joint motion seeking their appointment as Lead Plaintiff.

7. In exploring their potential leadership of this case, Local 731 and Iron Workers expressed an interest in working with other sophisticated institutional investors in seeking joint Lead Plaintiff appointment. We each believe that our partnership would allow for their sharing of experiences and resources and would add substantial value to the prosecution of the Anadarko litigation and benefit the class.

8. As part of an effort to formalize our leadership over this litigation, and to begin implementing our strategy for prosecuting this litigation as Lead Plaintiff, representatives of Local 731 and Iron Workers participated in a conference call in which we discussed our respective funds' losses arising from defendants' misconduct, the claims against the various defendants, and the procedures and protocols we would follow in jointly prosecuting the case. During this call, Local 731 and Iron Workers also discussed: the benefits the class would receive from the leadership of committed institutions with a history of service under the PSLRA; our desire to maximize the recovery for the class; our interests in prosecuting the case in a collaborative fashion; the measures we would employ to ensure

that representatives of Local 731 and Iron Workers could discuss the prosecution of this matter either with or without counsel; and ensuring that investors' claims will be efficiently and zealously prosecuted through our oversight of our proposed Lead Counsel, Cohen Milstein Sellers & Toll PLLC ("Cohen Milstein") and Kessler Topaz.

9. We understand that the PSLRA and courts throughout the country, including courts in this District, have endorsed the appointment of small groups of institutional investors to serve as lead plaintiff when the group is able to establish that its members are able to oversee the litigation and their proposed lead counsel in an independent manner. We intend to prosecute this litigation in such an independent and vigorous manner.

10. In addition to discussing our goals for the litigation, Local 731 and Iron Workers recognized the importance of selecting qualified law firms to prosecute the litigation, and that they do so in a cost-effective manner. With respect to our proposed lead counsel, Cohen Milstein and Kessler Topaz, we believe that the class will benefit from having law firms experienced in jointly litigating complex class action lawsuits.

11. Through our oversight of our proposed Lead Counsel, we are confident that Cohen Milstein and Kessler Topaz will prosecute this litigation in a zealous and efficient manner.

[REMAINDER INTENTIONALLY BLANK]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements relating to Local 731 are true and correct to the best of my knowledge.

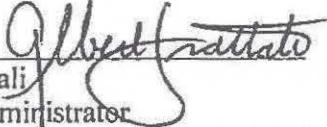
Executed this 20 day of April 2020.



Paul D'Abbraccio
Administrator
Excavators Union Local 731 Pension and Welfare Funds

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements relating to Iron Workers are true and correct to the best of my knowledge.

Executed this 20th day of April 2020.


Albert Frattali

Co-Plan Administrator

Iron Workers District Council (Philadelphia and Vicinity) Retirement and Pension Plan